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Memorandum of Understanding

Parties:

This MEMORANDUM OF UNDERSTANDING ("MOU"), drafted on the 14th day October 2022, is executed by and between:

- **Queen Eghujovbo, Chairwoman & CEO** as well as **Chris Alexander, Vice President** for **ZALENT CREATIVES INC.** representing the WINDSOR INTERNATIONAL DIASPORA AFRICAN FESTIVAL (henceforth also known as W.I.D.A. and/or W.I.D.A. Fest),
- **Corin Patrick Sterlin Smith, Qore** representing the Yehuda=Qore Trust (YQT),
- **Andrew WIlliams Jr,** CEO, representing PARXTC Incorporated (AWJ), and
- **Guy Pauclair Djoken**, representing the UNITED STATES FEDERATION OF UNESCO CLUBS, CENTERS AND ASSOCIATIONS (USF).

each referred to as a "Party" and, collectively, as the "Parties"

Background:

1. W.I.D.A. FEST is a global strategy for bringing international and non-international communities together to learn and experience African culture, music, film, food, fashion, street parades, history, and much more related opportunities.
2. YQT is a US Treasury payment for ecclesiastical jubilee consistent with living Ma'at Rites for passage and natural law in personal perpetuity.
3. W.I.D.A. FEST is dedicated to showing the world that valuing and protecting African culture is more crucial than ever.
4. All parties acknowledge that uniting communities to experience ethical moderate African perspectives will enhance global awareness and critical thinking about social issues such as cultural differences, customs, traditions, religions, politics, the world economy and peacemaking's wisdom.

Objectives:

W.I.D.A. Fest aims to:

1. Bring ethical African experiences to domestic and international audiences in Windsor, Ontario.
2. Help generate ethical cultural awareness and opportunities from an African perspective.
3. Promote world cultures and historical perspectives about Africa.

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4. Enhance diversity, multicultural learning and understanding.
5. Reinforce the importance of global engagement.
6. Support Windsor, its surrounding communities and Ontario as a whole in their respective economic growth.
7. Engage businesses, community leaders, clubs, governmental agencies, groups, schools, and trade organizations.
8. Unite various international communities.

YQT aims to:

1. Help promote the "W.I.D.A." spirit within the “W.I.D.A.” acronym meaning "Beloved", as the ethos for the cultural movement, consistent with Dr. Martin Luther King Jr’s focus on the "beloved community".
2. Embrace UNESCO based strategies (thus also including Centers for Peace, Underground Railroad, Ojibwe Trail, Reggae/Hip Hop) to promote peace, unity, truth, reconciliation, sustainable development goals (SDG) within the African Diaspora during the decade for African peoples.
3. Highlight the countdown to the 60th anniversary of the Haile Selassie war speech at the UN on October 4, 1963 to mobilize the W.I.D.A. Fest campaign.
4. Promote Windsor as the adopted "X-Roads of the Underground Railroad" for W.I.D.A. Fest by serving as the municipal hub for city to city diplomacy - including and not limited with Harar, St. George, Los Angeles, Brampton, Toronto, Detroit, Quebec, and Maryland.
5. Position the Revelation Network as the proprietary media platform to help drive narrowcast content – also including a W.I.D.A. Fest benefit concert - through Apple, Amazon, Hulu.
6. Recruit signature support to W.I.D.A. Fest from strategic allies such as the Sultan Mohammed Foundation, the Ethiopian World Federation Inc, the Kingdom Day Parade, and the Circle for Humanity.
7. Attract infrastructure companies and authorities to W.I.D.A. Fest as stakeholders in the SDG sponsorship campaign.
8. Adopt Middle Passage Monument icon for Windsor to enable the Diaspora to honor the first Enslaved African Arrivals in 1619 from Angola, earliest beginnings of the underground railroad.

AWJ aims to:

1. Establish, maintain and nurture relationships with senior leaders at partner companies such as the UNESCO Centers for Peace
2. Provide actionable business intelligence to align messaging with complementary movements and initiatives, such as Tourism4SDGs.org, that could attract and expand promotional support, income streams and partnerships from Detroit in the united States of America throughout the length of the Underground Railroad footprint extending to Quebec.

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3. Expanding Media Ambassadors' outreach to attract global sponsorships and audiences through the New World Network (nwnlive.net).

USF aims to:

1. Help to promote Windsor as the "W.I.D.A. Fest City for Peace" in partnership with Harar, Ethiopia, an already existing UNESCO City for peace and St. George, Bermuda, named after a patron saint for peace.
2. Endorse the W.I.D.A. Fest X-Roads Peace Proclamation that establishes terms for Diaspora truce, like the Olympic or Hippocratic oath, during all W.I.D.A. Fest events.
3. Assist Windsor to establish the first UNESCO Peace Center in Canada, dedicated to this purpose and other Windsor priorities which also include the Underground Railroad and the Ojibwe Trail.
4. Provide guidance to Windsor, Bermuda and Harar regarding criteria to establish a UNESCO Peace Center in their respective localities.
5. Work with W.I.D.A. Fest municipalities to recruit UNESCO Peace Ambassadors and fiscal donors to support this campaign.
6. Adopt Middle Passage Monument icon for Windsor to enable the Diaspora to honor the first Enslaved African Arrivals in 1619 from Angola, earliest beginnings of the underground railroad

Activities:

The parties will support the following actions to achieve these objectives:

1. Peace summit and cultural ceasefire ceremony.
2. International trade fair: showcasing various African products and services across the globe.
3. Internationally focused family activities such as games, sports and musical shows.
4. Taste of the world: food and drink tasting.
5. Fashion exhibition.
6. International vendors selling handmade art, crafts and other goods.
7. Establish Windsor as an official city for peace via this W.I.D.A. Fest movement.

Process:

These activities will be accomplished through the following process:

1. The parties shall both designate a lead person on behalf of the organization.
2. W.I.D.A. Fest will identify problems that YQT research and/or treasury protocols might solve;
3. YQT will identify research and/or treasury projects that might help solve W.I.D.A. Fest problems;
4. The parties will meet on a regular basis to discuss the potential projects identified by the lead persons:
    a. Reaching agreement on which projects to pursue;

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b. Concurring on a plan for implementation for each agreed upon project;
c. Monitoring progress and prospects for each project.
d. Coordinate mutual support for fundraising from third parties in support to agreed upon projects.

Funding:

This MOU is not a commitment for funds to any and or all Parties. When funding is needed by any and/or all Parties to pursue an agreed upon project(s), then the expectation is that the funding may be pursued by authorized officer(s) representing each respective Party's entity specified herein with specific consent, endorsement and/or support from the Party and/or Parties' respective authorized representatives.

Duration:

This MOU is at-will and may be modified by mutual consent by the authorized officials from any and or all respective Parties in entrust. This MOU shall become effective upon signature by the authorized officials from the Parties and will remain in effect until modified or terminated by any one of the parties by mutual consent.

Contact Information:

For W.I.D.A. FEST –

a. Party: WINDSOR INTERNATIONAL DIASPORA AFRICA FESTIVAL
b. Party representative: ZALENT CREATIVES INC.
c. Position: Producer.
d. Real party authorized representative(s): Queen Eghujovbo, Chairwoman & CEO and/or Chris Alexander, Vice President.
e. Address: Windsor, ON, Canada.
f. Telephone: +1 (403) 390-0377.
g. E-mail: info@zalentcreatives.com

For YQT –

a. Party: Yehuda=Qore Trust
b. Real party authorized representative: Corin Smith, Qore.
c. Position: Comptroller.
d. Address: 6 White Hill Lane, Sandys, SB01, Bermuda .
e. Telephone: +1 (441) 518-1700.
f. E-mail: qore@13thfederalreserve.org

For AWJ –

a. Party: PARXTC Inc.
b. Real party authorized representative: Andrew Williams, Jr.
c. Position: Chief Executive Officer.

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d. Address: 9595 Wilshire Boulevard, Suite 900 Beverly Hills, California 90212-9998.
e. Telephone: +1 213-274-3675.
f. E-mail: andrew@andrewnetworks.com

For USF –

a. Party: UNITED STATES FEDERATION OF UNESCO CLUBS, CENTERS AND ASSOCIATIONS
b. Real party authorized representative: Guy Djoken.
c. Position: Executive Director.
d. Address: 1155 F Street NW, Suite 1050, Washington, DC 20004-9998.
e. Telephone: +1 (240) 498-3557.
f. E-mail: gpdjoken@unescocenterforpeace.org

General Provisions:

1. Any and or all Parties reserve the right to terminate this MOU at any time for cause.
2. All information in relation to this MOU must be kept confidential from any third party.
3. All notices in relation to this MOU shall be made in writing and shall be sent through courier(s) with tracking service(s), or electronic mail(s).

Amendments:

Any and all of the terms contained in this MOU may not be amended, unless each and every one of the undersigned Parties' authorized representative officer(s) have consented to the amendment(s), and the Parties' consent is memorialized in a written modification to this MOU and it is duly executed by each and every one from the undersigned Parties' authorized officer(s).

Applicable Law:

This MOU must be interpreted under the laws and regulations prescribed from the governing state and any dispute must be brought to the courts at Windsor, Ontario.

Signatures:

IN WITNESS WHEREOF, the living Parties in interest adhere to the above at-will provisions' Memorandum set forth with their respective signature(s) below:

ZALENT CREATIVES INC.)
)
Queen Eghujovbo)
Chairwoman & CEO)
)
Date: 10/17/2022)

DocuSigned by:
Queen Aminah
2F526425FA7046B...

and/or

Chris Alexander
Vice President

Date: 10/17/2022

DocuSigned by:
Chris Alexander
4692FEA48C864F4...

THE YEHUDA=QORE TRUST

Corin Patrick Sterlin Smith, Qore
Comptroller

Date: 10/17/2022

DocuSigned by:
3ACE045B6CB440C...

PARXTC EXPORT TRADING COMPANY INC.

Andrew Williams Junior
Chief Executive Officer

Date: 10/17/2022

DocuSigned by:
Andrew Williams Jr
B2182930628D497...

U.S. FEDERATION FOR UNESCO CLUBS, CENTERS & ASSOCIATIONS

Guy Pauclair Djoken
Executive Director

Date: 10/19/2022

DocuSigned by:
Guy Djoken
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